



**WATERFORD TOWNSHIP POLICE &  
FIRE RETIREMENT SYSTEM, Derivatively  
on Behalf of UNIVERSAL HEALTH  
SERVICES, INC.,**

Plaintiff,

VS.

ALAN B. MILLER, et al.,

Defendants,

-and-

UNIVERSAL HEALTH SERVICES, INC., a  
Delaware corporation,

Nominal Party.

Civ. Action No. 2:17-cv-02595-LS

AMALGAMATED BANK LONGVIEW  
FUNDS, Derivatively on Behalf of  
UNIVERSAL HEALTH SERVICES, INC.,

Plaintiff,

VS.

CHARLES F. BOYLE, STEVE G. FILTON,  
LAWRENCE S. GIBBS, JOHN H.  
HERRELL, ROBERT H. HOTZ, EILEEN C.  
MCDONNELL, ALAN B. MILLER, MARC  
D. MILLER, DEBRA K. OSTEEN,  
ANTHONY PANTALEONI, and MARVIN  
G. PEMBER,

Defendants,

-and-

UNIVERSAL HEALTH SERVICES, INC.,  
a Delaware Corporation,

**Nominal Defendant.**

Civ. Action No. 2:17-cv-03404-LS

Pursuant to Rule 42(a) of the Federal Rules of Civil Procedure and to facilitate the efficient coordination of related shareholder litigation, Plaintiff Amalgamated Bank LongView Funds (“Amalgamated”) respectfully moves this Court for entry of an Order:

1. Consolidating the following related shareholder derivative actions, all of which are brought on behalf of Nominal Defendant Universal Health Services, Inc. (“Universal” or the “Company”) against certain of the Company’s officers and directors based on Universal’s dissemination of false and misleading statements and financial results regarding key aspects of the Company’s operations:

<b>Case Name</b>	<b>Case No.</b>	<b>Date Filed</b>
<i>Heed v. Miller</i>	No. 2:17-cv-01476	03/31/2017
<i>Central Laborers’ Pension Fund v. Miller</i>	No. 2:17-cv-02187	05/12/2017
<i>Waterford Twp. Police &amp; Fire Ret. Sys. v. Miller</i>	No. 2:17-cv-02595	06/09/2017
<i>Amalgamated Bank LongView Funds v. Boyle</i>	No. 2:17-cv-03404	07/28/2017

2. Appointing Amalgamated as Lead Plaintiff in the consolidated shareholder derivative litigation;

3. Appointing Scott+Scott, Attorneys at Law, LLP as Lead Counsel in the consolidated shareholder derivative litigation;

4. Appointing The Axelrod Firm, PC as Liaison Counsel in the consolidated shareholder derivative litigation; and

5. Granting such other and further relief as the Court deems just and proper.

In support of this motion, Amalgamated submits an accompanying memorandum, the Declaration of Jonathan M. Zimmerman, a proposed order, and relies on all papers and proceedings in the above-captioned actions.

DATED: August 7, 2017

Respectfully submitted,  
**SCOTT+SCOTT, ATTORNEYS AT LAW, LLP**

s/ Jonathan M. Zimmerman  
Jonathan M. Zimmerman (PA Bar# 322668)

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*Proposed Lead Counsel for Proposed Lead  
Plaintiff Amalgamated Bank Longview Funds*

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*Proposed Liaison Counsel for Proposed Lead  
Plaintiff Amalgamated Bank Longview Funds*

**CERTIFICATE OF SERVICE**

I hereby certify that on August 7, 2017, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to the email addresses denoted on the Electronic Mail Notice List, and I hereby certify that I caused to be mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the Manual Notice List.

s/ Jonathan M. Zimmerman  
Jonathan M. Zimmerman (PA Bar# 322668)

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF PENNSYLVANIA

DAVID HEED, Derivatively and on Behalf  
of UNIVERSAL HEALTH SERVICES,  
INC.,

Plaintiff,

vs.

ALAN B. MILLER, MARC D. MILLER,  
STEVE G. FILTON, ANTHONY  
PANTALEONI, EILEEN C. MCDONNELL,  
ROBERT H. HOTZ, JOHN H. HERRELL,  
and LAWRENCE S. GIBBS,

Defendants,

and

UNIVERSAL HEALTH SERVICES, INC.,

Nominal Defendant.

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CENTRAL LABORERS' PENSION FUND,  
Derivatively on Behalf of UNIVERSAL  
HEALTH SERVICES, INC.,

Plaintiff,

vs.

ALAN B. MILLER, et al.,

Defendants,

-and-

UNIVERSAL HEALTH SERVICES, INC., a  
Delaware corporation,

Nominal Party.

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[Caption continued on next page]

) Civ. Action No. 2:17-cv-01476-LS

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)  
) **[PROPOSED] ORDER**  
) **CONSOLIDATING RELATED**  
) **ACTIONS, APPOINTING LEAD**  
) **PLAINTIFF, AND APPROVING**  
) **SELECTION OF LEAD COUNSEL**

) Civ. Action No. 2:17-cv-02187-LS

**WATERFORD TOWNSHIP POLICE &  
FIRE RETIREMENT SYSTEM, Derivatively  
on Behalf of UNIVERSAL HEALTH  
SERVICES, INC.,**

Plaintiff,

VS.

ALAN B. MILLER, et al.,

Defendants,

-and-

UNIVERSAL HEALTH SERVICES, INC., a  
Delaware corporation,

Nominal Party.

AMALGAMATED BANK LONGVIEW  
FUNDS, Derivatively on Behalf of  
UNIVERSAL HEALTH SERVICES, INC.,

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CHARLES F. BOYLE, STEVE G. FILTON,  
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D. MILLER, DEBRA K. OSTEEN,  
ANTHONY PANTALEONI, and MARVIN  
G. PEMBER,

Defendants,

-and-

UNIVERSAL HEALTH SERVICES, INC.,  
a Delaware Corporation,

**Nominal Defendant.**

Civ. Action No. 2:17-cv-02595-LS

Civ. Action No. 2:17-cv-03404-LS

**WHEREAS**, the Court has considered the papers filed in support of Plaintiff Amalgamated Bank LongView Funds’ (“Amalgamated”) Motion to Consolidate Related Actions, Appoint Lead Plaintiff, and Appoint Lead Counsel, pursuant to Rule 42(a) of the Federal Rules of Civil Procedure (the “Motion”), and for good cause shown, the Court hereby enters the following Order:

1. The Motion seeks consolidation of the above-captioned related actions (the “Actions”), the appointment of Amalgamated as Lead Plaintiff in the consolidated action, and the approval of Amalgamated’s counsel, Scott+Scott, Attorneys at Law, LLP (“Scott+Scott”) and The Axelrod Firm, PC (“Axelrod”) as Lead Counsel and Liaison Counsel, respectively.

2. Having considered Fed. R. Civ. P. 42(a), the Actions are hereby consolidated for all purposes into one action, along with any future-filed or transferred action asserting substantially similar shareholder derivative claims on behalf of Universal Health Services, Inc. (“Universal”) and arising out of the federal securities laws (the “Consolidated Action”).

3. Every pleading filed in the Consolidated Action, or in any separate action included herein, shall bear the following caption:

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF PENNSYLVANIA

IN RE UNIVERSAL HEALTH SERVICES,	)	Civ. Action No. 2:17-cv-02187-LS
INC. DERIVATIVE LITIGATION	)	
_____	)	
	)	
This Document Relates To:	)	
_____	)	



4. Having considered Fed. R. Civ. P. 23.1, this Court hereby appoints Amalgamated as Lead Plaintiff in the Consolidated Action. Amalgamated is a sophisticated large institutional investor that maintains substantial holdings in Universal.

5. Scott+Scott shall serve as Lead Counsel for plaintiffs and Axelrod shall serve as Liaison Counsel for plaintiffs in the Consolidated Action.

6. Lead Counsel shall have the following responsibilities and duties to be carried out either personally or through counsel, whom Lead Counsel shall designate:

- a. to coordinate the briefing and argument of motions;
- b. to coordinate the conduct of discovery proceedings;
- c. to coordinate the examination of witnesses in depositions;
- d. to coordinate the selection of counsel to act as a spokesperson at pretrial conferences;
- e. to call meetings of the plaintiffs' counsel, as deemed necessary and appropriate from time to time;
- f. to coordinate all settlements negotiations with counsel for Defendants;
- g. to coordinate and direct the pretrial discovery proceedings, preparation for trial, trial of this matter, and to delegate work responsibilities to selected counsel as may be required;
- h. to coordinate the preparation and filings of all pleadings; and
- i. to supervise all other matters concerning the prosecution or resolution of the claims asserts in the Consolidated Action.

7. No motion, discovery, request, or other pretrial proceeding shall be initiated or filed by any plaintiffs without the approval of Lead Counsel, so as to prevent duplicative

pleadings or discovery by plaintiffs. No settlement negotiations shall be conducted without the approval of Lead Counsel.

8. Counsel in any related action that is consolidated into the Consolidated Action shall be bound by the organization of plaintiffs' counsel.

9. Lead Counsel shall have the responsibility of receiving and disseminating Court orders and notices.

10. Lead Counsel shall be the contact between plaintiffs' counsels and shall direct and coordinate the activities of plaintiffs' counsel.

11. Defendants shall affect service of papers on plaintiffs by serving a copy of same on Lead Counsel by overnight mail service, electronic, or hand delivery. Plaintiffs shall affect service of papers on Defendants by serving a copy of same on Defendants' counsel by overnight mail service, electronic, or hand delivery.

**SO ORDERED.**

Dated: \_\_\_\_\_, 2017

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The Honorable Lawrence F. Stengel  
United States District Judge  
Eastern District of Pennsylvania